

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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IN RE DYNEX CAPITAL, INC.  
SECURITIES LITIGATION :  
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CIV. NO.: 05-1897 (HB)  
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**DECLARATION OF KENNETH M. REHNS**

I, Kenneth M. Rehns, an attorney duly admitted to practice law before the courts of the State of New York and this Court, declare, under the penalty of perjury, as follows:

1. I am an Associate with the law firm Cohen Milstein Sellers & Toll PLLC ("Cohen Milstein"). I am fully familiar with all the facts and circumstances herein. I submit this Declaration in Support of Plaintiff's Memorandum of Law in Support of Magistrate Judge Freeman's April 29, 2011 Report and Recommendation to Deny Defendants' Motion to Dismiss the Second Amended Complaint for Fraud on the Court.

2. Exhibit 1 is a true and correct copy of Plaintiff's Responses and Objections to Defendants Contention Interrogatories, dated October 20, 2010.

3. Exhibit 2 is a true and correct copy of the transcript of the deposition of Defendant Steven Benedetti, dated October 19, 2010.

4. Exhibit 3 is a true and correct copy of the transcript of the deposition of Defendant Thomas, dated October 20, 2010.

5. Exhibit 4 is a true and correct copy of the March 1, 2011 Letter from Defendants' Counsel to Joel P. Laitman ("Laitman"), advising Plaintiff's Counsel that Defendants would be

seeking the removal of the “Highly Confidential” designations from Plaintiff’s disclosure of the nine confidential witnesses referenced in the Second Amended Complaint.

6. Exhibit 5 are true and correct copies of the Declaration of Joel P. Laitman; Submitting Ex Parte Privileged Attorney Work Product, dated January 4, 2011 (the “Laitman Declaration”). Included in Exhibit 3 are the Declarations of Daniel B. Rehns (the “D. Rehns Declaration”) and Frank R. Schirripa (the “Schirripa Declaration”), which are attached to the Laitman Declaration.

7. Exhibit 6 is a chart created by Plaintiff’s Counsel setting forth the documentation that contradicts each of the statements made in the Confidential Witness Affidavits submitted by Defendants.

Dated: New York, New York  
May 27, 2011



Kenneth M. Rehns